

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF TEXAS

Case number (if known) Chapter 11☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	<u>Forbes Energy Services Ltd.</u>	
2. All other names debtor used in the last 8 years Include any assumed names, trade names and <i>doing business as</i> names		
3. Debtor's federal Employer Identification Number (EIN) <u>98-0581100</u>		
4. Debtor's address	Principal place of business <u>3000 South Business Highway 281</u> <u>Alice, TX 78332</u> Number, Street, City, State & ZIP Code <u>Jim Wells</u> County	Mailing address, if different from principal place of business P.O. Box, Number, Street, City, State & ZIP Code Location of principal assets, if different from principal place of business Number, Street, City, State & ZIP Code
5. Debtor's website (URL) <u>www.forbesenergyservices.com</u>		
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify: _____	

Debtor **Forbes Energy Services Ltd.**
Name

Case number (if known)

7. Describe debtor's business**A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

2111**8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. **Check all that apply:**

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ A plan is being filed with this petition.
- ☒ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☒ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No.☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?☐ No☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	See Attachment	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

Debtor **Forbes Energy Services Ltd.**
Name

Case number (if known)

11. Why is the case filed in this district?*Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** (*Check all that apply.*)☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other _____**Where is the property?** _____

Number, Street, City, State & ZIP Code

Is the property insured?☐ No☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds***Check one:*

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors☒ 1-49☐ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated Assets**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☒ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☒ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor Forbes Energy Services Ltd.
Name

Case number (if known) _____

Request for Relief, Declaration, and Signatures**WARNING** – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 1/22/2017
MM / DD / YYYY
Signature of authorized representative of debtorL. Melvin Cooper
Printed nameSenior Vice President and Chief Financial
Officer
Title**18. Signature of attorney**
Signature of attorney for debtorDate 01/22/2017
MM / DD / YYYYKenneth Green
Printed nameSnow Spence Green LLP
Firm name2929 Allen Parkway
Suite 2800
Houston, TX 77109
Number, Street, City, State & ZIP CodeContact phone 713-335-4800Email address kgreen@snowspencelaw.comTX Bar No. 24036677
Bar number and State

Debtor **Forbes Energy Services Ltd.**
 Name _____

Case number (if known) _____

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF TEXAS

Case number (if known) _____ Chapter **11**

☐ Check if this an amended filing

FORM 201. VOLUNTARY PETITION

Pending Bankruptcy Cases Attachment

Debtor	C.C. Forbes, LLC	Relationship to you	Affiliate
District	Southern District of Texas	When _____	Case number, if known _____
Debtor	Forbes Energy International, LLC	Relationship to you	Affiliate
District	Southern District of Texas	When _____	Case number, if known _____
Debtor	Forbes Energy Services LLC	Relationship to you	Affiliate
District	Southern District of Texas	When _____	Case number, if known _____
Debtor	TX Energy Services, LLC	Relationship to you	Affiliate
District	Southern District of Texas	When _____	Case number, if known _____

Official Form 201A (12/15)

[If debtor is required to file periodic reports (e.g. forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

**United States Bankruptcy Court
Southern District of Texas**

In re **Forbes Energy Services Ltd.**

Debtor(s)

Case No.

Chapter **11**

**Attachment to Voluntary Petition for Non-Individuals Filing for
Bankruptcy under Chapter 11**

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is **001-35281**.

2. The following financial data is the latest available information and refers to the debtor's condition on **09-30-16**.

a. Total assets \$ **332,572,000.00**

b. Total debts (including debts listed in 2.c., below) \$ **337,036,000.00**

c. Debt securities held by more than 500 holders: *

Approximate
number of
holders:

* To the extent the Debtor has debt securities held by more than 500 beneficial holders, the following information is provided.

secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>

d. Number of shares of preferred stock **588,059** **0**

e. Number of shares common stock **22,214,855** **0**

Comments, if any:

3. Brief description of Debtor's business:

Independent oilfield services contractor that provides a wide range of well site services to oil and natural gas drilling and producing companies to help develop and enhance the production of oil and natural gas.

4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

John E. Crisp, Charles C. Forbes, Jr., The West Face Group, Steel Excel Inc., The Modern Group Ltd., Frigate Ventures LP and FMR LLC

**MINUTES OF SPECIAL MEETINGS
OF THE BOARDS OF DIRECTORS OF
FORBES ENERGY SERVICES LTD.
AND
FORBES ENERGY SERVICES, LLC**

December 13, 2016

Meetings of the board of directors (the "Parent Board") of Forbes Energy Services Ltd., a Texas corporation (the "Parent"), and the board of directors (the "FES LLC Board," and together with the Parent Board, the "Boards") of Forbes Energy Services, LLC, a Delaware limited liability company ("FES LLC," and together with the Parent, the "Company"), were held telephonically on December 13, 2016 at 3:00 p.m. Central Time. In attendance as members of the Boards were directors John E. Crisp (Chairman), William W. Sherrill, Travis H. Burris, Dale W. Bossert, Ted A. Izatt and Charles C. Forbes, Jr. The following individuals were also present by invitation of the Boards:

From management:

L. Melvin Cooper	Senior Vice President and Chief Financial Officer of the Company
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From the Company's outside securities counsel, Winstead PC:

Gabe Gutierrez	Associate
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From Pachulski Stang Ziehl & Jones LLP

Richard Pachulski	Partner
Ira Kharasch	Partner
Maxim Litvak	Partner

In advance of the meetings, the Boards were provided notice of the meetings and an agenda of items to be discussed.

Chairman John E. Crisp called the meetings to order at approximately 3:04 p.m. and presided at the meetings.

Presentation and Discussion Regarding Capital Restructuring

Mr. Kharasch provided a detailed update on the Company's proposed capital restructuring (the "Restructuring") in which all present during the meeting participated. The Restructuring contemplates a debt-for-equity swap to be effectuated through a prepackaged chapter 11 Plan of Reorganization, pursuant to which the Company's senior unsecured noteholders would receive 90% of the new common stock of the reorganized Company and the remaining 10% of the new common stock would be issued to participating noteholders in a new

\$50 million senior secured term loan exit facility. The exit facility would be backstopped by certain existing noteholders. All new common stock would be subject to dilution by a management incentive plan representing up to 12.5% of the aggregate equity in the new common stock. The Company's remaining creditor constituents would either be paid in full or have their claims reinstated. The Company's existing equity holders would receive no recovery. Mr. Pachulski invited members of the Boards to ask questions regarding the Restructuring. A question and answer session followed.

Approval to Voluntarily File Chapter 11 Petition by the Parent

Following motion by Ted Izatt, second by Dale Bossert and opportunity for discussion, the Parent Board unanimously approved the following resolutions:

WHEREAS, the Parent Board has considered the financial and operational aspects of the Parent's business and the recommendations of the Parent's professionals and advisors;

NOW THEREFORE, BE IT RESOLVED, that in the business judgment of the Parent Board, it is desirable and in the best interests of the Parent, its creditors, shareholders and other interested parties, that a voluntary petition be filed by the Parent under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of Texas – Corpus Christi Division (the "Bankruptcy Court");

RESOLVED FURTHER, that the President and Chief Executive Officer, Executive Vice President and Chief Operating Officer, Senior Vice President and Chief Financial Officer, or any other officer of the Parent designated by any such officer (each a "Parent Authorized Officer" and collectively, the "Parent Authorized Officers") be, and hereby are, authorized to execute and file on behalf of the Parent, without need for further action by the Parent Board, all petitions, schedules, lists and other papers or documents and to take any and all action which they deem necessary or proper to obtain such relief under the Bankruptcy Code; and that any such actions heretofore taken by the Parent Authorized Officers on behalf of the Parent are hereby ratified, approved, and confirmed;

RESOLVED FURTHER, that the Parent's engagement of the law firm of Pachulski Stang Ziehl & Jones LLP as general bankruptcy counsel to the Parent and its subsidiaries to represent and assist them in carrying out their duties under the Bankruptcy Code, and to take any and all actions to advance the Parent's and such subsidiaries' rights, including filing any pleading, is hereby ratified and approved by the Parent Board;

RESOLVED FURTHER, that the Parent's execution of the retention agreements, payment of retainers, and the filing of an application for authority to retain the services of Pachulski Stang Ziehl & Jones LLP is hereby ratified and approved by the Parent Board;

RESOLVED FURTHER, that the Parent's engagement of additional professionals to represent and assist the Parent and its subsidiaries in carrying out their duties under the Bankruptcy Code or to carry out the purpose and intent of the foregoing resolutions, including but not limited to, Alvarez & Marsal Holdings, LLC, as financial advisors, Jefferies LLC, as investment bankers, Winstead PC, as corporate and securities counsel, and Kurtzman Carson

Consultants LLC, as solicitation and balloting consultants, is hereby ratified and approved by the Parent Board;

RESOLVED FURTHER, that the Parent's execution of retention agreements, payment of retainers, and the filing of applications for authority to retain the services of such additional professionals is hereby ratified and approved by the Parent Board;

RESOLVED FURTHER, that the Parent Authorized Officers be, and hereby are, authorized and empowered, to the extent necessary, to obtain financing and post-petition use of cash collateral according to the terms negotiated, or to be negotiated, by the management of the Parent; and in connection therewith, the Parent Authorized Officers are hereby authorized and empowered to execute any appropriate agreements and related ancillary documents;

RESOLVED FURTHER, that the Parent Authorized Officers be, and hereby are, authorized and empowered, to the extent necessary, to implement a Restructuring Support Agreement, a Plan of Reorganization, a Backstop Agreement and a Disclosure Statement (each in the form attached hereto as Exhibits A, B, C and D, respectively, with such changes therein as may be approved by the Parent Authorized Officers), which implementation is expected to include a pre-bankruptcy solicitation of the Company's senior unsecured noteholders with respect to the Plan of Reorganization and the filing of the Plan of Reorganization with the Bankruptcy Court as a pre-packaged chapter 11 plan; and in connection therewith, the Parent Authorized Officers are hereby authorized and empowered to execute any appropriate agreements and related ancillary documents;

RESOLVED FURTHER, that the Parent Authorized Officers be, and hereby are, authorized and empowered, without need for further action by the Parent Board, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver and file any and all such instruments as they, in their discretion, may deem necessary or advisable in order to carry out the purpose and intent of the foregoing resolutions; and

RESOLVED FURTHER, that all acts, actions, and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Parent, which acts would have been approved by the foregoing resolutions except that such acts were taken before these resolutions were certified, are hereby in all respects approved and ratified.

Approval to Voluntarily File Chapter 11 Petition by FES LLC

Following motion by Dale Bossert, second by Ted Izatt and opportunity for discussion, the FES LLC Board unanimously approved the following resolutions:

WHEREAS, the FES LLC Board has considered the financial and operational aspects of FES LLC's business and the recommendations of FES LLC's professionals and advisors;

NOW THEREFORE, BE IT RESOLVED, that in the business judgment of the FES LLC Board, it is desirable and in the best interests of FES LLC, its creditors, shareholders and other interested parties, that a voluntary petition be filed by FES LLC under the provisions of chapter 11 of the Bankruptcy Code in the Bankruptcy Court;

RESOLVED FURTHER, that the President and Chief Executive Officer, Executive Vice President and Chief Operating Officer, Senior Vice President and Chief Financial Officer, or any other officer of FES LLC designated by any such officer (each a "FES LLC Authorized Officer" and collectively, the "FES LLC Authorized Officers") be, and hereby are, authorized to execute and file on behalf of FES LLC, without need for further action by the FES LLC Board, all petitions, schedules, lists and other papers or documents and to take any and all action which they deem necessary or proper to obtain such relief under the Bankruptcy Code; and that any such actions heretofore taken by the FES LLC Authorized Officers on behalf of FES LLC are hereby ratified, approved, and confirmed;

RESOLVED FURTHER, that FES LLC's engagement of the law firm of Pachulski Stang Ziehl & Jones LLP as general bankruptcy counsel to FES LLC and its subsidiaries to represent and assist them in carrying out their duties under the Bankruptcy Code, and to take any and all actions to advance FES LLC's and such subsidiaries' rights, including filing any pleading, is hereby ratified and approved by the FES LLC Board;

RESOLVED FURTHER, that FES LLC's execution of the retention agreements, payment of retainers, and the filing of an application for authority to retain the services of Pachulski Stang Ziehl & Jones LLP is hereby ratified and approved by the FES LLC Board;

RESOLVED FURTHER, that FES LLC's engagement of additional professionals to represent and assist FES LLC and its subsidiaries in carrying out their duties under the Bankruptcy Code or to carry out the purpose and intent of the foregoing resolutions, including but not limited to, Alvarez & Marsal Holdings, LLC, as financial advisors, Jefferies LLC, as investment bankers, Winstead PC, as corporate and securities counsel, and Kurtzman Carson Consultants LLC, as solicitation and balloting consultants, is hereby ratified and approved by the FES LLC Board;

RESOLVED FURTHER, that FES LLC's execution of retention agreements, payment of retainers, and the filing of applications for authority to retain the services of such additional professionals is hereby ratified and approved by the FES LLC Board;

RESOLVED FURTHER, that the FES LLC Authorized Officers be, and hereby are, authorized and empowered, to the extent necessary, to obtain financing and post-petition use of cash collateral according to the terms negotiated, or to be negotiated, by the management of FES LLC; and in connection therewith, the FES LLC Authorized Officers are hereby authorized and empowered to execute any appropriate agreements and related ancillary documents;

RESOLVED FURTHER, that the FES LLC Authorized Officers be, and hereby are, authorized and empowered, to the extent necessary, to implement a Restructuring Support Agreement, a Plan of Reorganization, a Backstop Agreement and a Disclosure Statement (each in the form attached hereto as Exhibits A, B, C and D, respectively, with such changes therein as may be approved by the FES LLC Authorized Officers), which implementation is expected to include a pre-bankruptcy solicitation of the Company's senior unsecured noteholders with respect to the Plan of Reorganization and the filing of the Plan of Reorganization with the Bankruptcy Court as a pre-packaged chapter 11 plan; and in connection therewith, the FES LLC

Authorized Officers are hereby authorized and empowered to execute any appropriate agreements and related ancillary documents;


RESOLVED FURTHER, that the FES LLC Authorized Officers be, and hereby are, authorized and empowered, without need for further action by the FES LLC Board, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver and file any and all such instruments as they, in their discretion, may deem necessary or advisable in order to carry out the purpose and intent of the foregoing resolutions;

RESOLVED FURTHER, that all acts, actions, and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of FES LLC, which acts would have been approved by the foregoing resolutions except that such acts were taken before these resolutions were certified, are hereby in all respects approved and ratified; and

RESOLVED FURTHER, that the sole manager of each of FES LLC's subsidiaries be, and hereby is, authorized and empowered on behalf of FES LLC to adopt resolutions for each such subsidiary relating to the matters contemplated by the foregoing resolutions adopted hereby by the FES LLC Board.

Adjournment of Meeting

With no further business to be discussed, the combined Board meeting was adjourned.


L. Melvin Cooper
Assistant Secretary of the Company

Fill in this information to identify the case:Debtor name Forbes Energy Services Ltd.United States Bankruptcy Court for the: Southern District of Texas
(State)Case number (If known): 17-☐ Check if this is an amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (on a Consolidated Basis)****12/15**

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	WELLS FARGO BANK, NATIONAL ASSOCIATION ATTN: COLLI, RAYMOND DELLI VICE PRESIDENT AS ADMINISTRATIVE AGENT CORPORATE TRUST SERVICES 45 BROADWAY, 14TH FLOOR NEW YORK, NY 10006	COLLI, RAYMOND DELLI EMAIL - Raymond.dellicolli@wellsfargo.com PHONE - (212) 515-5260 FAX - (212) 515-1589	9% Senior Notes due in 2019 (including accrued interest through January 23, 2017)				\$312,329,176
2	AOC HOLDING COMPANY, INC. ATTN: ALFONSO ARGUINDEGUI CHAIRMAN, CEO 6551 STAR COURT P.O. BOX 1367 LAREDO, TX 78041	ALFONSO ARGUINDEGUI EMAIL - alfonso@argpetro.com PHONE - (956) 722-5251 FAX - (956) 727-7636	Estimated Open AP Amount				\$479,255
3	GLOBAL TUBING, LLC ATTN: CLENTON L. SULLIVAN CFO, VICE PRESIDENT 501 COUNTY ROAD 493 DAYTON, TX 77535-2139	CLENTON L. SULLIVAN PHONE - (713) 265-5000 FAX - (713) 265-5099	Estimated Open AP Amount				\$115,758
4	CHOYA OPERATING LLC ATTN: SALLY TARLETON 4005 FM 2200 WEST MOORE, TX 78057-2506	SALLY TARLETON EMAIL: sally.tarleton@nglep.com PHONE - (956) 763-4402 Fax: (361) 906-9108	Estimated Open AP Amount				\$111,725
5	WARRIOR SUPPLY, INC. ATTN: STEVE ARGUBRIGHT PRESIDENT 3107 HOUSTON HWY VICTORIA, TX 77901	STEVE ARGUBRIGHT EMAIL - steve@warriorsupply.com PHONE - (361) 573-3950 FAX - (361) 573-3990	Estimated Open AP Amount				\$101,390

Debtor Forbes Energy Services Ltd.
NameCase number (if known) 17-

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
6	FLEETPRIDE ATTN: ALLAN R. DRAGONE, JR. PRESIDENT & CEO 600 EAST LAS COLINAS BOULEVARD SUITE 400 IRVING, TX 75039	ALLAN R. DRAGONE, JR. PHONE - (469) 249-7500 FAX - (214) 932-8500	Estimated Open AP Amount				\$77,151
7	FRENCH-ELLISON TRUCK CENTER ATTN: JAY ELLISON PRESIDENT 9010 IH 10 EAST CONVERSE, TX 78109	JAY ELLISON PHONE - (800) 455-9177 FAX - 210-338-8915	Estimated Open AP Amount				\$70,682
8	UNIFIRST HOLDINGS, INC -811 ATTN: STEVEN S. SINTROS SENIOR VP, CFO 68 JONSPIN RD WILMINGTON, MA 01887-1090	STEVEN S. SINTROS EMAIL - steven_sintros@unifirst.com PHONE - (978) 658-8888	Estimated Open AP Amount				\$58,601
9	RUSH TRUCK INTERSTATE BILLING ATTN: STEVEN L. KELLER SR VICE PRESIDENT, CFO, TREASURER 555 IH 35 SOUTH SUITE 500 NEW BRAUNFELS, TX 78130	STEVEN L. KELLER EMAIL - kellers@rush-enterprises.com PHONE - (830) 302-5200 FAX - (936) 637-3928	Estimated Open AP Amount				\$55,003
10	NATIONAL OILWELL, L.P. ATTN: JOSE A BAYARDO SENIOR VICE PRESIDENT, CFO 7909 PARKWOOD CIRCLE DRIVE HOUSTON, TX 77036	JOSE A BAYARDO PHONE - (713) 346-7500 FAX - (713) 375-3994	Estimated Open AP Amount				\$52,680
11	KENNEDY WIRE ROPE & SLING, INC. ATTN: GARLAND KENNEDY, SR PRESIDENT 302 FLATO ROAD CORPUS CHRISTI, TX 78405	GARLAND KENNEDY, SR EMAIL - g.kennedysr@kwrs.com PHONE - (361) 289-1444 FAX - (361) 289-7555	Estimated Open AP Amount				\$47,857
12	DRAGON RIG SALES AND SERVICE, LTD ATTN: WILL CRENSHAW CHAIRMAN, CEO 1655 LOUISIANA STREET BEAUMONT, TX 77701	WILL CRENSHAW EMAIL - will.crenshaw@modernusa.com PHONE - (409) 833-2665 FAX - (409) 833-3170	Estimated Open AP Amount				\$38,784

Debtor

Forbes Energy Services Ltd.

Name

Case number (if known) 17-

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
13	FELIX BENAVIDES INC. ATTN: FELIX BENAVIDES PRINCIPAL 1225 CARLOS TRAIL ALICE, TX 78332	FELIX BENAVIDES EMAIL – felixb1959@yahoo.com PHONE - (361) 695-9443	Estimated Open AP Amount				\$37,217
14	NOV HYDRA RIG ATTN: JOSE A BAYARDO SENIOR VICE PRESIDENT, CFO 7909 PARKWOOD CIRCLE DRIVE HOUSTON, TX 77036	JOSE A BAYARDO PHONE – (713) 346-7500 FAX – (713) 375-3994	Estimated Open AP Amount				\$36,382
15	RAPID BUSINESS SOLUTIONS, INC. ATTN: STEVE BAXTER PRESIDENT 16430 PARK TEN PLACE STE 625 HOUSTON, TX 77084-5058	STEVE BAXTER EMAIL - admin@rapidbsi.com PHONE - (281) 647-8800 FAX - (281) 647-8801	Estimated Open AP Amount				\$36,105
16	TEXAS PETROLEUM PRODUCTS, INC ATTN: KENNY RENEAU PRESIDENT 1014 GATECREST DRIVE HOUSTON, TX 77032	KENNY RENEAU EMAIL - kenny@texaspetroleumprod ucts.com PHONE - (281) 741-4494 FAX - (281) 442-0508	Estimated Open AP Amount				\$34,497
17	PIONEER NATURAL RESOURCES USA INC ATTN: RICHARD P DEALY EXECUTIVE VP, CFO 5205 N O CONNER BLVD SUITE 200 IRVING, TX 75039	RICHARD P DEALY EMAIL - Rich.Dealy@pxd.com PHONE - (972) 969-4054 FAX - (972) 969-3587	Estimated Open AP Amount				\$32,457
18	THE GOODYEAR TIRE AND RUBBER CO. ATTN: DAVID L BIALOSKY SR VP, GENERAL COUNSEL 200 INNOVATION WAY AKRON, OH 44316-0001	DAVID L BIALOSKY EMAIL - dave.bialosky@goodyear.co m PHONE - (330) 796-2121 FAX - (216) 796-8836	Estimated Open AP Amount				\$32,239
19	TELEPACIFIC COMMUNICATIONS CO ATTN: MICHAEL COWAN GENERAL COUNSEL, SR VICE PRESIDENT 515 SOUTH FLOWER STREET 47TH FLOOR LOS ANGELES, CA 90071-2201	MICHAEL COWAN EMAIL - generalcounsel@telepacific. com PHONE - (213) 213-3000 FAX - (213) 213-3691	Estimated Open AP Amount				\$31,815

Debtor

Forbes Energy Services Ltd.

Name

Case number (if known) 17-

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
20	CROWN TIRE AND RETREADING, LLC ATTN: THOMAS WELFEL PRINCIPAL 5290 FM 537 FLORESVILLE, TX 78114-3534	THOMAS WELFEL EMAIL – welfel@crowntireandtreading.com PHONE - (830) 393-1842	Estimated Open AP Amount				\$30,812
21	AT&T MOBILITY C/O BANKRUPTCY 4331 COMMUNICATIONS DR. FLOOR 4W DALLAS, TX 75211	PHONE: (888) 827-3238 FAX: (888) 826-0132	Estimated Open AP Amount				\$29,030
22	SAM NOBODY'S INC. ATTN: SAMUEL RODRIGUEZ PRESIDENT P O BOX 1224 ALICE, TX 78333	SAMUEL RODRIGUEZ EMAIL – ssrnobody@gmail.com	Estimated Open AP Amount				\$29,000
23	MATHESON TRI-GAS, INC ATTN: SCOTT KALLMAN CEO, PRESIDENT 150 ALLEN ROAD 3RD FLOOR BASKING RIDGE, NJ 07920-2977	SCOTT KALLMAN PHONE - (908) 991-1100 Ext 334 FAX - (908) 991-1461	Estimated Open AP Amount				\$28,291
24	R.B. ESPINOZA WELDING SERVICE ATTN: RAFAEL ESPINOZA 211 WEST C R 2163 KINGSVILLE, TX 78363	RAFAEL ESPINOZA EMAIL - rafaelbespinozajr@gmail.com PHONE - (361) 701-0039	Estimated Open AP Amount				\$26,700
25	MIDWEST HOSE & SPECIALTY, INC. ATTN: HARVEY SPARKMAN, CEO PRESIDENT 3312 S. I-35 SERVICE RD. OKLAHOMA CITY, OK 73129	HARVEY SPARKMAN EMAIL – harvey.sparkman@midwesthose.com PHONE - (405) 670-6718 FAX - (405) 670 6816	Estimated Open AP Amount				\$26,150
26	B&J AIR AND PUMP, LTD. ATTN: JOHNNY VANOVER VICE PRESIDENT 1200 SOUTH US HIGHWAY 281 ALICE, TX 78332	JOHNNY VANOVER EMAIL: johnny@bjairpump.com PHONE: (361) 664-3091 FAX: (361) 664-1060	Estimated Open AP Amount				\$23,385

Debtor Forbes Energy Services Ltd.
NameCase number (if known) 17-

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
27	BRITE STAR SERVICES, LTD ATTN: ROBERT MCYINTYRE PRESIDENT 57 S. REYNOLDS ST. ALICE, TX 78333	ROBERT MCINTYRE EMAIL – mcintyre@brieststaruniform.com PHONE - (361) 664-9102 FAX – (361) 664-1060	Estimated Open AP Amount				\$22,920
28	R360 ENVIRONMENTAL SOLUTIONS INC ATTN: TODD WATKINS, VP ENGINEERING & REGULATORY 3 WATERWAY SQUARE PLACE SUITE 110 THE WOODLANDS, TX 77380	TODD WATKINS EMAIL – toddwa@wcnx.org PHONE - (281) 872-7360 FAX – (218) 873-3299	Estimated Open AP Amount				\$22,817
29	TEXAS QUALITY GATE GUARD SERVICE, LLC ATTN: DAVID M. MOBLEY 480 CR 355 EL CAMPO, TX 77437	DAVID M. MOBLEY EMAIL – theresa@texasqualitygateguards.com PHONE - (979) 543-4786 FAX – (979) 543-4765	Estimated Open AP Amount				\$22,147
30	ENCANA OIL & GAS (USA) ATTN: JASON WYLIE C/O THE LAW OFFICES OF JASON WYLIE 11351 HILLTOP ROAD ARGYLE, TX 76226	JASON WYLIE EMAIL - info@jasonwylielaw.com PHONE - (817) 741-0426 FAX – (817) 548-0542	Pending Litigation	Contingent, Unliquidated Disputed			Undetermined

**IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
CORPUS CHRISTI DIVISION**

In re:	§	Chapter 11
	§	
FORBES ENERGY SERVICES LTD.,	§	Case No. 17-____ (____)
	§	
Debtor.	§	
	§	
	§	

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned authorized officer of the above-captioned Debtor, certifies that the following is a corporation other than the Debtor, or a governmental unit, that directly or indirectly owns 10% or more of any class of the corporation's equity interests, or states that there are no entities to report under FRBP 7007.1.

☐ None *[check if applicable]*

Name: West Face Long Term Opportunities Limited Partnership
Address: 2 Bloor St. East, Suite 3000
Toronto, ON M4W 1A8
Canada

Name: West Face Long Term Opportunities (USA) Limited Partnership
Address: 2 Bloor St. East, Suite 3000
Toronto, ON M4W 1A8
Canada

Name: West Face Long Term Opportunities Master Fund L.P.
Address: 2 Bloor St. East, Suite 3000
Toronto, ON M4W 1A8
Canada

Name: Steel Excel, Inc.
Address: 1133 Winchester Avenue
Suite N222
White Plains, NY 10604

Fill in this information to identify the case:

Debtor name Forbes Energy Services Ltd.United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 202****Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1006 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration Corporate Ownership Statement

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

1/22/2017

X

Signature of individual signing on behalf of debtor

L. Melvin Cooper

Printed name

Senior Vice President and Chief Financial Officer

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **Forbes Energy Services Ltd.**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF TEXAS**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 202****Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1006 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3671.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☐ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☒ Other document that requires a declaration **List of Equity Security Holders**

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

1/22/2017

x

Signature of individual signing on behalf of debtor

L. Melvin Cooper

Printed name

Senior Vice President and Chief Financial Officer

Position or relationship to debtor